

**Exhibit A**

Proposed Order

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., *et al.*,

Debtors.

Case No. 01-01139 (KJC)

Chapter 11

Jointly Administered

RE: Docket No. \_\_\_\_

**ORDER GRANTING MOTION OF HONEYWELL INTERNATIONAL INC.  
FOR ACCESS TO RULE 2019 EXHIBITS**

Upon the *Motion of Honeywell International Inc. for Access to Rule 2019 Exhibits* [Docket No. \_\_\_\_] (the “Motion”)<sup>1</sup> and upon the *Declaration of Peter John Sacripanti in Support of the Motion of Honeywell International Inc. for Access to Rule 2019 Exhibits*; and due and appropriate notice of the Motion, the relief requested therein, and the hearing held on \_\_\_\_\_, 2016 (the “Hearing”) having been given; and upon the record made by Honeywell and other parties in interest at the Hearing; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference from the United States District Court for the District of Delaware dated as of February 29, 2012; and the Court having found that the Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that the Court may enter an order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. § 1409; and after due deliberation and consideration and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

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<sup>1</sup> Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Motion.

1. The Motion is granted as set forth herein.

2. Any entity, as that term is defined in section 101(15) of title 11 of the United States Code, including Honeywell, is entitled to access, inspect, copy and receive copies of, during the clerk's normal business hours, any and all of the 2019 Exhibits filed with the Court in compliance with the 2019 Order or Bankruptcy Rule 2019, regardless of how the 2019 Exhibits are maintained.

3. No entity, including Honeywell, is entitled to access, inspect, copy, or receive any forms of agreement or instruments whereby the filing law firms were empowered to act on behalf of their clients, including any exemplars thereof, that were submitted as part of the 2019 Exhibits (the "2019 Retention Agreements"), the same shall be kept off the docket, and, if any 2019 Retention Agreements are inadvertently provided to any entity or Honeywell, such entity or Honeywell shall not review any such 2019 Retention Agreements, shall promptly destroy any such 2019 Retention Agreements, and shall not provide any of them to any entity, or use any of them for any purpose whatsoever.

4. Any entity, including Honeywell, is entitled to copy only the last four (4) digits of any social security number contained in the 2019 Exhibits. The first five (5) digits of any social security number contained in the 2019 Exhibits shall be redacted therefrom prior to the same being made available for inspection. To the extent that any entity or Honeywell receives any portion of any social security number other than the last four (4) digits, such entity or Honeywell shall not review such additional digits, shall promptly redact such additional digits, and shall not provide them to any entity or use them for any purpose whatsoever.

5. The clerk of the court and counsel to the Debtors are each authorized to make and deliver to any entity, including Honeywell's counsel, copies of the 2019 Exhibits in the

possession of the clerk of the court or counsel to the Debtors, respectively, excluding (i) the first five digits of social security numbers, if any, contained in such exhibits and (ii) any 2019 Retention Agreements.

6. Any entity that obtains the 2019 Exhibits may use or transfer the 2019 Exhibits without restriction, notwithstanding any prior order of this Court, provided that: (1) the redactions ordered herein have been made and (2) that such use or transfer is otherwise in accordance with applicable law, rules, and regulations.

7. This Court shall retain jurisdiction to interpret, apply, and enforce this Order to the fullest extent permitted by law.

Dated: \_\_\_\_\_, 2016  
Wilmington, Delaware

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United States Bankruptcy Court Judge